

EXHIBIT II

Kathy Koch v. L.A. Weight Loss Centers, Inc.
Charge No. 120-98-0900

Witness Statement taken 11/23/98

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I was hired as an ACT around September of 1997 by Donna Furr, the area manager, who was later promoted to Regional manager. I was interviewed at the Laurel office. I told them I had to give 2 weeks notice to Nutri-System. Shortly after I started, I reported to the training in Horsham, PA which was about one week long. All of the Area Corporate Trainers attended the training. There were about 15 Area Corporate Trainers in attendance. I kept a list of the Area Corporate Trainers. There was a woman who was supposed to help--she took us under her wing. She could really tell you something. She had been a center manager in PA close to Corporate. She was one of the largest producer. They promoted her to Trainer (ACT). She is very attractive. I spoke to her when I had problems with Donna. She told me "You're not going to win. This is nothing but politics." She confirmed that people didn't like Donna.

The training was given by a black haired girl--I can't remember her name. Kristi O'Brien was there at the training. Scott and Von were introduced at the training. Eileen was introduced too. The training was disorganized, not thorough.

A woman named Anastasia, who was going to be a Regional manager in the Syracuse area asked a question. She wanted to know what was the policy with regard to hiring men. Kristi O'Brien came in to reinforce the speaker. Kristi O'Brien raised her eyebrows and said "Stay out of that area." Because apparently she had an experience where she had hired a man and he didn't work out. She added that Scott said "Men just do not work in this business." Someone said, "What do you do if men apply for it." Kristi replied, "You take care of it. If you know what I mean." Someone (an ACT) asked in response to Kristi, "How do we get around not hiring men?" Kristi replied by saying, that if a male applicant calls and inquires about a position-tell them it pays \$8.00 an hour and don't mention the commission. She added that most of them (men) will have too many responsibilities and the pay won't allow them to take the position. She said, "That's one way of doing it." When Kristi said that I remember thinking, "Whoa! - that's a red flag." I remember I said to Kathy Koch, "That's a bucket of worms they just opened up." They did that at Nutri-System. It was a practice--we would tell men "Oh, the job has been filled."

This was brought up at lunch among the ACTS. Debbie was with us at lunch. She's up in PA. She's a down to earth person. Two (2) women, the Regional from Florida and her ACT were discussing this incident. I remember the ACT from Florida was a nurse. She was expressing her opinion very clearly that "This is not right." She did not make it through the training. She said it

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several times-- "You can't do this. It's not right." I believe she was fired. She was from a very affluent area in Florida. She was very upset by what was said in the training.

I was assigned to the Laurel office. I had only one center that was active, because the area I had was divided. Donna had divided the area. The centers to be opened were Largo, Waldorf, Oxon Hill, Gaithersburg and Laurel.

I was suppose to advertise in the newspaper to hire staff for all the centers. I was supposed to interview, hire and train staff-- the managers, assistant managers and counselors. Kristi and I came up with an advertisement to run. It would run in the paper-Bowie Blade and the P.G. County Journal. I had to advertise for managers first. I had the ad ready, when Donna said "No, that's not what I wanted to say. I'll take care of this myself." *Pat b.*

(I have all this in my books too) The calls started coming in,

Alas said she would not use her Corporate credit any longer
Donna wanted me to go and help her at the Alexandria center. I was told not to do this, because I *wanted to tell me* was hired to recruit and train --not manage a center.

I never saw any male employees in any of the centers. I visited the center in PA, Laurel, Alexandria and another in Manassas, VA. I remember I got one male applicant who replied to the ad that ran in the P.G. County Journal. He was a doctor. I discussed the position and hours with him. After learning this, he said it wouldn't be something for him. ****

** The manager in Manassas wanted to talk to me about Donna. Donna Furr is an incredibly dishonest individual. She was crazy. I had to call her every morning at Corporate (Horsham, PA) even though I reported to Kristi. I had to call every evening too before I left. I reported to her what I had done at Manassas.* *Pat b.*

The corporate structure was made up by the VIPs--Scott, Vonn and Eileen, the Regional managers, Christine (Kristi) O'Brien (who was a National Trainer), Area Managers & Area Corporate Trainers, and then center managers and center employees. The owners were Von and Von's dad. It's my understanding that Von's dad was a high official at Nutri System and that they were all originally with Nutri System. Von and Scott were the highest ranking decision makers. Eileen was the V.P. of Operations

I resigned around the first part of December of 1997. I will get the exact date that I quit. My letter of resignation went to Kristi. I quit because of the compensation and lack of organization.

The RN from Florida and Debbie last name unknown, the ACT in PA would be good witnesses.

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I have read and had an opportunity to correct this Affidavit consisting of handwritten 2 typed pages and declare (certify, verify or state) under penalty of perjury that the foregoing is true and correct to the best of my knowledge.

Patricia L. Burroughs
(Signature)

Subscribed and sworn before me
this _____ day of _____

- _____

* I reported to Xotic Corporate each morning, however, I also had to find Donna and report to her each morning ^{Pat B.} as well. Wasted time & long distance calls.

** I informed Donna I had a male applicant & she said not to tell him about the commissions ^{Pat B.}

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